

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS  
(EASTERN DIVISION)

	)	
In re	)	
	)	
ALFRED V. FRAUMENI, JR., INC.,	)	CHAPTER 11
	)	
Debtor.	)	CASE NO. 07-13831
	)	
	)	

APPLICATION OF DEBTOR FOR AUTHORITY  
TO EMPLOY COUNSEL UNDER GENERAL RETAINER

Debtor hereby applies for an Order of this Court, in the form submitted herewith, authorizing the Debtor to employ the law firm of Harris & Dial, P.C., as its counsel in this case under a general retainer.

As grounds therefor, the Debtor states the following:

1. The Debtor filed a voluntary petition for reorganization under Chapter 11 of the Bankruptcy Code on June 20, 2007.

2. Section 327 of the Bankruptcy Code authorizes the Debtor to employ counsel with the approval of this Court.

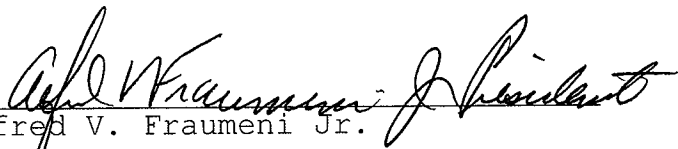
3. The Debtor will need the advice of and representation by counsel on all aspects of this reorganization and other legal matters affecting the Debtor. The Debtor wishes to employ as its counsel in this case the firm of Harris & Dial, P.C., who have extensive experience in bankruptcy law, as well as litigation matters, and are well-qualified to represent the Debtor in this matter.

4. To the best of the Debtor's knowledge, Harris & Dial, P.C., do not hold or represent any interest adverse to the Debtor and are disinterested persons with respect to the Debtor.

5. To the best of the Debtor's knowledge, Harris & Dial, P.C., has no connection with the Debtor, creditors, other parties in interest, or their attorneys or accountants.

6. Subject to this Court's jurisdiction with respect to professional fees, the Debtor has agreed to compensate Harris & Dial, P.C., for its services at its usual hourly rates in effect at the time services are rendered and, if appropriate under applicable law and judicial decisions, to pay a premium in excess of such rates. The Debtor has also agreed to reimburse Harris & Dial, P.C., in full for its cash disbursements and for such expenses as the firm customarily bills to its clients. Harris & Dial, P.C., has received a retainer in the amount of \$2,000 as more fully disclosed in the Statement of Attorney under Bankruptcy Rule 2016(b) filed with this application.

Dated this 9th day of July 2007.

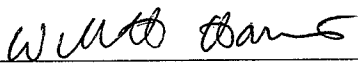
  
Alfred V. Fraumeni Jr.  
President

Signed Statement of Professional Person

I hereby represent that:

- (1) Neither I nor any member of my firm holds or represents any interest adverse to the estate of the Debtor.
- (2) My and my firm's connections with the Debtor, creditors, other parties in interest, and their respective attorneys and accountants are as set forth in the foregoing application.
- (3) I and each member of my firm is a "disinterested person" as that term is defined in 11 U.S.C. Section 101(14) except as disclosed in the application.
- (4) I have not agreed to share with any person, other than members and regular associates of my firm, the compensation to be paid for services rendered in this case.
- (5) I shall amend this statement immediately upon my learning that (a) any of the within representations are incorrect or (b) there is any change of circumstances related thereto.
- (6) I have reviewed the provisions of MLBR 2016 - 1.

I hereby declare under penalty of perjury that the foregoing is true and accurate.

  
\_\_\_\_\_  
William H. Harris  
HARRIS & DIAL, P.C.

Dated: 7/9/07